

RECORDATION NO. **23368-A** FILED

ALVORD AND ALVORD
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SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

February 27, 2001

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) copies of a Stipulated Order, dated as of February 13, 2001, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Ex Parte Order which was previously filed with the Board under Recordation Number 23368.

The names and addresses of the parties to the enclosed document are:

Plaintiff: Helm Financial Corporation
One Embarcadero Center
San Francisco, CA 94111

Defendant: Canadian American
Railroad Company
(a/k/a Canadian American
Company)
RR2, Box 45
Bangor, Maine

A description of the railroad equipment covered by the enclosed schedule is:

All property of Defendant

Mr. Vernon A. Williams
February 27, 2001
Page Two

A short summary of the document to appear in the index follows:

Stipulated Order of the Superior Court for the State of Maine,
County of Penaboscot, on behalf of Helm Finciencial Corporation,
Plaintiff, against Canadian American Railroad Company, Defendant,
covering all property of Defendant.

Also enclosed is a check in the amount of \$27.00 payable to the order of the
Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", with a stylized flourish at the end.

Robert W. Alvord

RWA/anm
Enclosures

RECORDATION NO. **23368-A** FILED

STATE OF MAINE
PENOBSCOT, ss

FEB 28 '01

9-59 AM

SUPERIOR COURT
CIVIL ACTION
DOCKET NO. CV-2001-19

SURFACE TRANSPORTATION BOARD

HELM FINANCIAL CORPORATION,

Plaintiff

v.

CANADIAN AMERICAN RAILROAD
COMPANY,

Defendant.

STIPULATED ORDER

**FILED AND ENTERED
SUPERIOR COURT**

FEB 13 2001

PENOBSCOT COUNTY

Plaintiff Helm Financial Corporation having moved on January 29, 2001 for an ex parte attachment, including attachment on trustee process, against the property of Defendant Canadian American Railroad Company; and

The Court on January 29, 2001 having issued an Ex Parte Order approving that Plaintiff may make attachment, including attachment on trustee process, against Defendant's property in the amount of \$802,742.31 ("Ex Parte Order"); and

Defendant on February 12, 2001 having moved for the dissolution or modification of the Ex Parte Order; and

The Parties having agreed to resolve their dispute concerning the attachment of Defendant's property in accordance with the following terms;

IT IS HEREBY ORDERED

1. Plaintiff may make attachment, including attachment on trustee process, against Defendant's property in the amount of \$1,254,059.31.

2. All bank accounts and all accounts receivable of Defendant (including, without limitation, all amounts owing to Defendant by Great Northern Paper, Fraser Paper, Louisiana Pacific or any other customer of Defendant), which were trustee processed by Plaintiff pursuant to the Ex Parte Order are hereby released immediately and directly to Defendant. Plaintiff shall immediately cease and desist from taking any action with respect to enforcement of its trustee process against any and all bank accounts and accounts receivable of Defendant from and after the date hereof until final judgment is entered in this case or a bankruptcy filing or other liquidation of Plaintiff's claim occurs. All banks, financial institutions, customers of the Defendant (including, without limitation, Great Northern Paper, Fraser Paper and Louisiana Pacific) and other persons holding funds or credits of Defendant which were trustee processed by Plaintiff pursuant to the Ex Parte Order may rely upon this Stipulated Order in all respects for

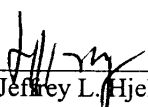
authority to turn over directly to Defendant, without any liability to Plaintiff whatsoever, all funds or credits of Defendant in their possession, custody or control at the time of service of such trustee process by Plaintiff.

3. From and after the date hereof, Plaintiff shall make no effort to increase the amount of, or otherwise modify, the attachment authorized by this Stipulated Order and Defendant shall make no effort to dissolve, or otherwise modify, the attachment authorized by this Stipulated Order.

4. This Stipulated Order in no way prejudices the Parties' position with respect to the merits of this dispute. Both parties expressly reserve all claims and defenses that they may have in this action. The Parties further assert that they contest some or all of the assertions made in the affidavits submitted by the opposing party in support of Plaintiff's motion for an ex parte attachment and Defendant's motion to dissolve or modify that attachment. By entering this Stipulated Order, the parties agree that they shall not be bound by any fact contained in the opposing party's supporting affidavits and they shall remain free to contest all assertions made therein without being collaterally estopped or otherwise bound by the doctrine of issue preclusion.

Dated: 2/13/01

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Justice Jeffrey L. Hjelm

*Order to incorporate this order into the docket
by reference per rule 79(a).*

A TRUE COPY
ATTEST,

